

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

ROBYN SMITH for DEVAN
VANBRUNT, a Minor, by his Mother and
Natural Guardian,

**Court File No.: 0:11-cv-01771
(RHK/LIB)**

Plaintiff,

v.

BLITZ U.S.A. INC., WAL-MART
STORES, INC., WAL-MART STORES
EAST, LP, WAL-MART STORES EAST,
INC., KINDERHOOK CAPITAL FUND
II L.P., and KINDERHOOK
INDUSTRIES, LLC,

Defendants.

**CERTIFICATE OF WORD COUNT COMPLIANCE FOR DEFENDANTS
KINDERHOOK CAPITAL FUND II, L.P. AND KINDERHOOK INDUSTRIES,
LLC'S MEMORANDUM OF LAW IN SUPPORT OF THEIR MOTION TO
DISMISS OR, IN THE ALTERNATIVE, TRANSFER OR, IN THE
ALTERNATIVE STAY**

My name is Seth Leventhal and I submit the following certification of word count pursuant to Local Rule 7.1(d) of the United States District Court for the District of Minnesota. The Kinderhook defendants' memorandum in support of its motion complies with the length limitation of this rule and with the type size limitation of D. Minn. L.R. 7.1(f).

Defendants' memorandum contains 7,948 words, counted by Microsoft Word™, with footnotes included in the word count, which is within the 12,000 word limit of D. Minn. L.R. 7.1(d).

Dated: May 7, 2012

By: s/Seth Leventhal

LEVENTHAL pllc
Seth Leventhal, Esq. (#0263357)
2100 Rand Tower
527 Marquette Ave S
Minneapolis, MN 55402
Telephone: (612) 234-7349
seth@leventhalpllc.com

FRESHFIELDS BRUCKHAUS DERINGER
US LLP

Timothy P. Harkness (admitted *pro hac vice*)
Pamila Gudkov (admitted *pro hac vice*)
601 Lexington Avenue, 31st Floor
New York, New York 10022
Telephone: (212) 277-4000

ATTORNEYS FOR DEFENDANTS
KINDERHOOK CAPITAL FUND II, L.P.
AND KINDERHOOK INDUSTRIES, LLC

4852-8762-0111, v. 1